EXHIBIT 7

UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK CASE NO. 18-MD-2865 (LAK)		
IN RE:)	
)	
CUSTOMS AND TAX ADMINISTRATION OF)	
THE KINGDOM OF DENMARK)	
(SKATTEFORVALTNINGEN) TAX REFUND)	
SCHEME LITIGATION)	
)	
This document relates to case nos.)	
19-cv-01783; 19-cv-01788; 19-cv-01794	;)	
19-cv-01798; 19-cv-01918)	
)	

REMOTE VTC VIDEOTAPED DEPOSITION UNDER ORAL EXAMINATION OF ROBERT KLUGMAN

DATE: January 28, 2021

REPORTED BY: MICHAEL FRIEDMAN, CCR

29 (Pages 110 to 113)

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Page 110
                                                                                                Page 112
    lender is the same in every case.
                                                                     I'm not sure what you mean by "the
 2
              Yes, I see that.
                                                        2
                                                           account names came later."
         Α
 3
                                                        3
         Q
              Had you ever worked with Gnosis
                                                                     Well, it looks like the allocations
   prior to this?
                                                           were received the other day and the account
 5
                                                       5
                                                           names today. So it looks like the account
 6
              So the allocations and the
                                                        6
                                                           names came after the allocations.
    identities of the various counterparties was
                                                       7
                                                                     (Witness reviewing.)
 7
   all provided by Solo. And then, that's what
                                                       8
                                                                     MR. ALLISON: Bill, are you asking
   Matt and Ira would use in terms of populating
                                                       9
                                                                if that's his understanding, or that's
10
   the template that they would then use in
                                                       10
                                                                what it says in the e-mail?
   order to process the transaction?
                                                       11
                                                                     MR. MAGUIRE: Let me withdraw the
11
12
         Α
              I missed the very first part of
                                                       12
                                                                question.
13
    that question. I'm sorry.
                                                       13
                                                                     Let me ask you instead, sir, if you
              Yeah. So, the -- Solo would
                                                           could turn to the attachment, the
14
                                                       14
15
   provide you with the identification of the
                                                       15
                                                           spreadsheets?
   counterparties and the allocation of the
                                                                Α
                                                                     On which exhibit?
16
                                                       16
    shares for each plan.
                                                       17
                                                                     This is Exhibit 1786?
17
18
              And Matt and Ira would then use
                                                       18
                                                                Α
19
    that information to populate the template
                                                       19
                                                                     Do you see the spreadsheet at the
20
    they were using to process the transaction?
                                                       20
                                                           top of that corner is "Client Account ID?"
21
              Yes, that sounds right. I
                                                       21
    don't -- I really don't remember any specific
                                                       22
                                                                Q
                                                                     And then the "Counterparty
22
                                                           Account ID?"
                                                       23
23
    template, but that sounds about right, yes.
24
              If you turn to Exhibit 1786?
                                                       24
                                                                Α
                                                                     Yes.
              MR. MAGUIRE: Mark this as 1786.
25
                                                       25
                                                                Q
                                                                     And then there's the ticker and the
                                         Page 111
                                                                                                Page 113
 1
               (Whereupon the above mentioned was
                                                       1
                                                           ticker is "TDC" in every case?
 2
         marked for Identification.)
                                                        2
                                                                Α
                                                                     Yes.
                                                        3
                                                                Q
                                                                     And then there's a "Sell" side.
 3
         Α
              Yes
 4
         Q
              And is this an e-mail that you
                                                        4
                                                                     Right?
 5
    received from Mr. Markowitz on or about
                                                       5
                                                                     Yeah.
    August 6 of 2014?
                                                        6
                                                                     And then you see there's a
 6
              Seems to be, yes.
 7
                                                       7
         Α
                                                           "Quantity.
                                                       8
 8
              He describes two spreadsheets,
                                                                     Do you understand that to be the
                                                       9
 9
    equity in one and forward in the other, for
                                                           number of shares?
10
    the TDC trade from Adam.
                                                       10
                                                                     And then the "Trade Date," which in
11
              And is that a reference to Adam
                                                       11
                                                                Q
   LaRosa?
                                                       12
                                                          all cases is August 7 of 2014?
12
               I would think so, yes.
                                                                     Uh-huh.
13
         A
                                                       13
                                                                Α
              And he says, "Hopefully, with the
                                                                     And then there's a "Forward
                                                       14
14
                                                          Expiration Date?"
    allocations we received the other day, and
15
                                                       15
    the account names today, you can fill ours
                                                       16
                                                                Α
                                                                     Uh-huh.
16
    out well ahead of Thursday's trading."
                                                       17
                                                                     And the "Forward Expiration Date"
17
18
                                                           is the same in every case? It's August 13?
              Do you see that, sir?
                                                       18
19
         A
              Yes.
                                                       19
20
              And so the -- the account names
                                                       20
                                                                Q
                                                                     And then there's a "Forward
                                                          Settlement?"
21
   obviously came a little bit later, it sounds
                                                       21
22
    like, from the allocations, but were again
                                                       22
                                                                Α
    provided so that -- so that Matt and Ira
                                                       23
                                                                     And in every case, it's physical
23
                                                                Q
24
    could fill out the proper documentation.
                                                       24
                                                           settlement?
                                                       25
25
              Is that how you understand this?
                                                                Α
                                                                     I see that, yes.
```

40 (Pages 154 to 157) Page 156 Page 154 (Whereupon the above mentioned was I can only guess to that effect. 2 marked for Identification.) 2 don't know. 3 Q Well, it was Solo that was 3 Yes. This is an e-mail from introducing you to all of these deals. It 5 Trading@Aerovane Pension.com. 5 was proposing everything, and the deal was 6 Do you see that? 6 that it would get 75 percent. 7 7 Right? Yes. 8 Q Who is Trading@Aerovane 8 Yes. 9 9 Pension. com? Q And it gave you all of these 10 Again, that would have been part 10 transactions which you did, and when the of -- each plan had its own separate e-mail profits came in, the reclaim came in, you got 11 11 to send these trading -- trading execution 12 invoices from -- from Ganymede --13 and trading orders. 13 Α -- paying the 75 percent. 14 And did you use that e-mail? 14 Q 15 A It was used only for that purpose. 15 Right? But who used it? 16 16 Yes. 17 So Solo provided the services and 17 Well, it was -- you know, in this time, it was used by that software system. you were billed to pay the 75 percent to 18 18 19 That automation that we talked 19 Ganymede? 20 about earlier, the Octave System. 20 A Yes 21 Right? 21 Q So Ganymede was effectively the 22 22 Α Yes entity you were paying for what Solo was 23 23 This e-mail has some text. It doing? says, "The balance is still somewhat higher 24 24 For what everyone as a whole were Α 25 than the others." doing for the whole trade, yes. Page 155 Page 157 1 So that sounds like a sentence that 1 Right. So --2 a human sent rather than a computer. 2 In addition, actually, they 3 Right? 3 were -- they were certainly not the only 4 Α It does, yeah. entity. We also paid lots of brokerage fees 5 a So did you send this? 5 and custody fees and all that. 6 I don't know. Correct. But the 75 percent you 6 7 7 Q You'll see it's forwarding a -- an paid to Ganymede? e-mail from "GSSOPL." 8 8 Α 75 percent we paid to Ganymede. 9 9 Is "GSS" Ganymede? O And that was for Solo's work? Yeah, yeah. Well, "GSS" -- I don't 10 I don't know for -- it was for the 10 A 11 know who "GSSOPL" is. 11 overall work of the transaction, yes. 12 Do you understand "OPL" is Old Park If you turn to the attachment? Q 12 O 13 13 Lane? A And this is still in the same 14 That's what I would guess. Α 14 exhibit? Have you seen "GSS" used in 15 Same exhibit, yeah. 15 0kay. connection with Ganymede? 16 16 17 I don't remember. 17 You'll see this is a statement of Α 18 What was Ganymede? account for the Aerovane plan? 18 19 Ganymede was the entity of which 19 Yes, I see that. 20 we -- the 75 percent was paid over to. 20 And you'll see that it's the -- we 21 So that was an entity that 21 have here, on the first page, the Danish 22 -- Mr. Shah's or Solo's? 22 kroner account? was 23 I don't know who owned that entity. 23 A Yes. 24 But it was affiliated with Mr. Shah 24 And it has the date of the and his business Solo, was it not? 25 transaction for the account activity in the

71 (Pages 278 to 281) Page 280 Page 278 I think it would be the same. different. Now, Item 6 is, "The Michelle plan 2 2 But other than that, 8 is the same. 3 3 would take a short futures position in shares Q And then, 9? of such company by selling to an unrelated 4 A (Witness reviewing.) third party the cash settles single stock 5 Again, settling the futures 6 future. " contract for cash, I'm not sure how the 7 7 forwards were settled. It could have been How did that compare with the Danish trading strategy? settled for shares, it could have been 8 9 Short futures -- sorry. I keep 9 settled for cash. I don't know. Α 10 doing that. 10 So the only — the only thing that 11 (Witness reviewing.) I know is different is the word "future" 11 versus "forward," but they're economic 12 I think it's very similar. Single 12 13 stock futures and forwards are sort of 13 equivalents. economically interchangeable. 14 Q 14 What about Element 10? 15 15 So it's not exactly the same, but A (Witness reviewing.) economically very similar. 16 I can speak to the first part 16 17 Do you have an understanding why, before the parenthetical, which is true, as I 17 in the course of the Danish trading strategy, mentioned before. We remit -- or the plans 18 18 19 there was a -- no use of futures 19 would remit a percentage to -- well, not to 20 transactions? 20 Solo, but to Ganymede. 21 No, I don't know why they switched 21 And I don't know how the expenses Α 22 to that economic equivalent. 22 were paid exactly. 23 23 I thought you told us earlier that And do you have any understanding Q 24 as to why the futures were physically settled 24 the expenses were paid after the payment to instead of cash settled? 25 Ganymede? Page 279 Page 281 The forwards? 1 (Witness reviewing.) 2 O The forwards. I'm sorry. 2 Oh, I thought this was -- sorry. I 3 I don't. 3 thought this was saying Solo would pay fees Α 4 Item 7 describes how a third to whatever providers it used. 5 party -- this is at the bottom of the page? 5 If, in this transaction, Solo paid 6 Yes. I'm with you. the expenses, the brokerage fees, the things 7 It says, "A third party would 7 that we discussed earlier, the -- you know, Q 8 submit a tax reclamation request to the the forward, the stock lending fees, things 9 appropriate authorities with respect to the like that, custody fees -- if that was the gross dividend previously withheld on the 10 10 case, then this would have been slightly 11 settlement of such authorities.' 11 different. 12 And how did that compare? 12 In the sense that in this 13 Α It seems very, very similar, if not 13 transaction, Solo is paying the fees, and in the Danish trading transaction, the plan was 14 the same. 14 15 paying the fees? And how about the next element, 8? 15 16 Α (Witness reviewing.) 16 Α Yes. 17 The only difference here is 17 If you turn to page 5? 18 that -- I mean, they're going to receive a 18 A Yes, sir. 19 payment. We received a payment -- I guess 19 The first full paragraph --20 the plan received a payment via the 20 A Q 21 custodian. 21 -- under the custodial agreement 22 But then, as we talked about, it 22 with Solo. 23 23 was immediately invoiced and paid out, Do you see that? 24 75 percent of it or a little more than 24 Α 25 25 75 percent, to Ganymede. So that's And it describes how the Michelle Q

72 (Pages 282 to 285)

Page 284

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Page 282
    plan retained approximately 34 percent of the
                                                            allocation to the pension plans and a profit
 2
    gross amount payable to the Michelle plan?
 3
         Α
              Yes.
 4
         Q
              So that's 34 percent of the
 5
    reclaim?
                                                         5
                                                            similar.
 6
         Α
               That's my understanding, yes.
                                                         6
 7
                                                         7
         O
              And the remaining 66 percent was
                                                            percentages?
 8
    paid to Solo?
                                                         8
                                                                  Α
 9
                                                         9
         Α
                                                            34 versus 25.
10
              And then it talks about -- so I
                                                        10
                                                                  0
    guess that -- that fact is a contrast between
                                                        11
11
                                                                  A
   the 66 percent here and the 75 percent in the
                                                        12
                                                                  a
13
   Danish transaction?
                                                        13
              Now that earlier sentence makes
14
                                                        14
                                                            as the "DOL?"
15
   more sense, reading this sentence.
                                                        15
              Then, another difference is that
                                                        16
16
         0
                                                                  Α
   Solo was paying the costs here.
                                                        17
17
18
              Right?
                                                        18
19
         Α
               Sorry.
                       That was the difference I
                                                        19
                                                            Labor.
20
    was referring to.
                                                        20
                                                                  a
21
              Okay. There's also a difference in
                                                        21
                                                                  A
         Q
    the percentage, too, though.
                                                        22
                                                                  Q
22
23
                                                        23
              Right?
24
              Yes, yes. True.
                                                        24
                                                            cannot be ignored?"
         Α
25
                                                        25
         Q
              So if you go to the next paragraph,
                                                                  Α
```

allocation to Solo, or in the case, Ganymede. Just different in terms of numbers, but I think, in terms of business arrangement, very The difference in numbers being the Yeah, between -- 66 versus 75 and Right. If you turn to page 10? Yes, I'm on page 10. The second paragraph, if you look at the first sentence, do you have an understanding who is being referred to here (Witness reviewing.) I don't, but I could probably make an intelligent guess that it's Department of Then, if you turn to page 11? The second full paragraph starts, "While the documentation of the transaction (Witness reviewing.)

Page 283

1

Page 285 The second sentence talks about

```
1
    the last paragraph on the page?
 2
         A
              Yes
 3
              "While the documents provide that
 4
   the 66 percent paid to Solo is a fee to Solo,
   the understanding of the parties at the time
    the transaction was entered into was that
   Solo and the Michelle plan were instead
 7
   effectively engaged in a partnership under
9
   which the profits would be shared between
10
   them under the above profit allocation, with
11
    Solo being responsible for all of the
   partnership's expenses.'
12
13
              So how does that description
14
    compare with the Danish trading strategy?
              Well, I don't know -- this
15
    is -- this is sort of a legal memorandum, and
16
17
    I -- I can't speak to what they mean by
18
    "effectively engaged in a partnership."
19
              But when you talk about, sort of,
20
    the words, you know, shared between them, and
    profit allocations, those are more business
   terms which maybe I'm a little bit more
23
   comfortable talking about.
24
              So I would say the transactions
```

were very similar in that there was a profit

25

2 "the provision of a larger allocation to Solo 3 reflects the agreement of the parties that Solo was essential to the transactions, that 5 the transaction might otherwise not have been 6 possible, and that Solo was incurring large 7 expenses to effectuate the transactions." 8 How did that compare with the 9 Danish strategy? 10 A It seems very similar. 11 Q If you turn to page 12? 12 13 In the -- in the first paragraph on the last sentence starts, "In this 14 the page, 15 regard?" 16 Sorry. The last sentence on the A 17 page? 18 O No, in the first full paragraph. 19 A Right. Where it starts "It is 20 possible, "right. 21 Q Yes. 22 Α 0kav. 23 Q The last sentence in that paragraph 24 "In this regard?" starts. 25 Α (Witness reviewing.)